

**FIRST AMENDMENT TO MASTER SERVICES AGREEMENT BETWEEN
THE CITY OF MILPITAS AND PEELE TECHNOLOGIES**

This First Amendment is entered into this _____ day of _____, 2005
by and between the City of Milpitas, a Municipal corporation, hereafter referred to as
"CITY" and Peele Technologies hereinafter referred to as "Peele".

RECITALS

WHEREAS, the parties have entered into an Agreement for the purchase of
specific software licensing and for providing certain professional services for the
implementation of a Public Access Information System on August 17, 2004
("Agreement");

WHEREAS, the parties desire to increase the amount of the agreement by an
additional \$3,000.00 for the payment of sales tax.

NOW, THEREFORE, in consideration of the mutual covenants and conditions
herein contained the parties agree to amend the Agreement as follows:

1. Appendix C is amended to include Sales Tax: on the Software License fees.
2. Appendix C Total Project cost is amended to read:

Total Project Cost not to exceed: \$44,000

All other provisions of the Agreement shall remain in full force and effect.

Approval Signatures

By signing below, the following individuals hereby represent that they have legal authority to obligate their respective organizations to this agreement.

City of Milpitas

Date: _____

By: _____

Charles Lawson, Interim City
Manager

Approved as to Content:

Approved as to Form:

By: _____

By: _____

Bill Marion, Information Services Director

City Attorney

Attest:

By: _____

City Clerk

PEELLE TECHNOLOGIES

Date: _____

By: _____

This signed Agreement together with a Purchase Order, if applicable, shall be sent to the following address:

Peelle Technologies
197 East Hamilton Avenue
Campbell, CA 95008